

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA

IN RE: . Case No. 08-35653 (KRH)
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CIRCUIT CITY STORES, . Chapter 11
INC., et al., . Jointly Administered
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Debtors. . 701 East Broad Street
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.
March 6, 2012
2:09 p.m.

TRANSCRIPT OF HEARING
BEFORE HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY COURT JUDGE

APPEARANCES:

For the Debtor: Tavenner and Beran, PLC
By: PAULA BERAN, ESQ.
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Richmond, VA 23219

TELEPHONIC APPEARANCE:

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1 COURT CLERK: In the matter of Circuit City Stores,
2 Incorporated, hearing on Items 1 through 37 as set out on
3 agenda.

4 MS. BERAN: Good afternoon, Your Honor.

5 THE COURT: Good afternoon, Ms. Beran.

6 MS. BERAN: For the record, Paula Beran of the law
7 firm of Tavenner & Beran as counsel for the Circuit City
8 Stores, Inc., liquidating trust. With me this afternoon at
9 counsels table is Ms. Katie Bradshaw, who Your Honor has
10 previously met, as well as I believe on the phone is Mr. Andrew
11 Caine.

12 THE COURT: All right. Thank you, Ms. Beran.

13 MS. BERAN: Your Honor, as it relates to the agenda,
14 it's rather thick, but fortunately from today's perspective,
15 most of the matters have either been resolved and/or are being
16 continued.

17 Turning to the first category of items, Your Honor,
18 it's the claims objection, Item Number 1, the debtor's 19th
19 omnibus objection, as it relates to the one remaining claim as
20 identified on Exhibit A, we'd respectfully request that the
21 status conference be continued until May 10th on that matter.

22 THE COURT: May 10, and that's continued for further
23 status?

24 MS. BERAN: Yes, Your Honor.

25 THE COURT: Got it.

1 MS. BERAN: Thank you. The second item is the
2 debtor's 31st omnibus. There are still a handful of claims
3 remaining on that omnibus objection. We'd respectfully request
4 that the status hearing be continued until May 10th, as well,
5 for those.

6 THE COURT: All right. It'll be continued to May 10.

7 MS. BERAN: Thank you, Your Honor. Item Number 3,
8 debtor's 37th omnibus objection, there still remains a couple
9 claims outstanding as it relates to that objection. We'd
10 respectfully request that they also be continued for status to
11 May 10.

12 THE COURT: They'll be continued to May 10.

13 MS. BERAN: Thank you, Your Honor. Your Honor, on
14 Page 11, Item Number 4, debtor's 60th omnibus objection, there
15 is still one claim that remains outstanding in relation to that
16 objection. We'd respectfully request that it be continued
17 until May 10th, as well, for status.

18 THE COURT: Be continued to May 10.

19 MS. BERAN: Item Number 5, Your Honor, is the
20 debtor's 76th omnibus objection. Similarly, there is one claim
21 that remains outstanding. We'd respectfully request that that
22 be continued until May 10th, as well.

23 THE COURT: It'll be continued to May 10.

24 MS. BERAN: Thank you, Your Honor. On Item Number 6,
25 debtor's 79th omnibus objection, there are a handful of claims

1 that remain outstanding. We'd respectfully request that the
2 status hearing for those claims be continued until May 10th, as
3 well.

4 THE COURT: They'll be continued to May 10.

5 MS. BERAN: Thank you, Your Honor. That then brings
6 us to our group of what we commonly refer to as our stand-alone
7 tax objections. Item Number 7 is the objection to the claim of
8 the California Board of Equalization. Your Honor, as it
9 relates to that one, we'd respectfully request that the status
10 hearing be continued until May 10th.

11 THE COURT: It'll be continued to May 10.

12 MS. BERAN: Thank you, Your Honor. Item Number 8 is
13 a similar objection to the claim of the Arizona Department of
14 Revenue. Your Honor, I'm happy to report that that matter has
15 been settled pursuant to procedures previously approved by Your
16 Honor. Therefore, this matter may be removed from the Court's
17 docket.

18 THE COURT: Excellent.

19 MS. BERAN: Item Number 9, Your Honor, is the claim
20 -- objection to the claim of the Tennessee Department of
21 Revenue. We are still working on that item and we'd
22 respectfully request that that be continued for status purposes
23 until the May 10th omni.

24 THE COURT: It'll be continued to May 10.

25 MS. BERAN: Thank you, Your Honor. Similarly, as it

1 relates to the objection to the claim of the Wisconsin
2 Department of Revenue, we are still trying to reconcile and
3 resolve that item and we'd respectfully request that that be
4 continued till May 10th for status.

5 THE COURT: That will be continued to May 10.

6 MS. BERAN: Thank you, Your Honor. Another related
7 one would be the objection to the claim of the Louisiana
8 Department of Revenue. We'd respectfully request that that be
9 continued until the May 10th omni, as well.

10 THE COURT: That'll be continued to May 10.

11 MS. BERAN: The trust's objection to the claim of the
12 Commonwealth of Massachusetts, we'd respectfully request that
13 that objection be continued till the May 10th omni, as well.

14 THE COURT: That'll be continued to May 10.

15 MS. BERAN: Your Honor, there's another stand-alone
16 tax objection and that is to the claim of the State of New
17 Jersey. We'd respectfully request that that matter be
18 continued for status until the May 10th omni.

19 THE COURT: That'll be continued to May 10.

20 MS. BERAN: And then, finally, Your Honor, something
21 near and dear to our hearts would be the objection to the claim
22 of the Commonwealth of Virginia. We'd respectfully request
23 that that be continued until the May 10th omni, as well.

24 THE COURT: That'll be continued to May 10.

25 MS. BERAN: Your Honor, then that brings us to the

1 liquidating trust's omnibus objections, starting with Item
2 Number 15. As Your Honor may recall, we have kind of broken
3 these objections, each individual objection, into kind of two
4 categories: those claimants upon which we continue to exchange
5 information, try and reconcile information and therefore we
6 have indicated that no response is necessary and we've extended
7 the response date, and then those parties that have filed a
8 response to which we are trying reconcile the information
9 provided either in the response or subsequent to the response.
10 And we refer to those as the A/B Claimants.

11 In connection with the liquidating trust's 1st
12 omnibus objection, there are still those two categories of
13 claimants as identified on Exhibit B. We'd respectfully
14 request that we continue this hearing as to a status hearing
15 until the May 10th omnibus.

16 THE COURT: It'll be continued to May 10.

17 MS. BERAN: Thank you, Your Honor. That brings us to
18 Item Number 16 on Page 29. I'm happy to report as it relates
19 to certain of the claims under that omnibus objection, they
20 have been resolved, as indicated on Exhibit B. In addition,
21 there are the A/B type categories remaining and we'd
22 respectfully request that those categories be continued until
23 the May 10th omni, as identified on Exhibit B.

24 THE COURT: They'll be continued to May 10.

25 MS. BERAN: Thank you, Your Honor. Item Number 17 on

1 Page 32 is the liquidating trust's third omnibus objection.
2 There are still the A/B type categories remaining. We'd
3 respectfully request that those identified on Exhibit B be
4 continued for status purposes until the May 10th omni.

5 THE COURT: They'll be continued to May 10.

6 MS. BERAN: Thank you, Your Honor. Your Honor, as
7 indicated on Exhibit B, in relation to the liquidating trust's
8 4th omnibus objection, certain of those claims have been
9 resolved and can be removed from the Court's docket. In
10 addition, there are the A/B category of claimants still
11 remaining and we'd respectfully request that the hearing on the
12 objection as it relates to those, as identified on Exhibit B,
13 be continued until the May 10th omni.

14 THE COURT: It'll be continued to May 10.

15 MS. BERAN: Thank you, Your Honor. Similarly, Your
16 Honor, in connection with the liquidating trust's 5th omnibus
17 objection, as identified on Exhibit B, there -- certain of
18 those claims have been resolved, certain of the identified
19 claimants on Exhibit B. There also remains the A/B category of
20 claimants, and we'd respectfully request that a status hearing
21 be continued for those claimants until the May 10th omnibus
22 date.

23 THE COURT: Be continued to May 10.

24 MS. BERAN: Thank you, Your Honor. Your Honor, it
25 brings us to Item Number 20 on Page 41, the liquidating trust's

1 6th omnibus objection to claims. There are still outstanding
2 the A/B type claimants, and we'd respectfully request that
3 those identified in Exhibit B be continued for status purposes
4 until the May 10th omnibus.

5 THE COURT: It'll be continued to May 10.

6 MS. BERAN: Thank you, Your Honor. On Page 43, Item
7 Number 21 is the liquidating trust's 7th omnibus objection to
8 claims. As identified on Exhibit B, certain of those claims
9 have been resolved and they may be removed from the Court's
10 docket. Similarly, Your Honor, there are still outstanding the
11 A/B type categories and we'd respectfully request that those,
12 as identified on Exhibit B, be continued until the May 10th
13 omnibus hearing date.

14 THE COURT: They'll be continued to May 10.

15 MS. BERAN: Thank you, Your Honor. Turning now to
16 Page 47, which is the liquidating trust's 8th omnibus
17 objection, as identified on Exhibit B, additional claims under
18 that omnibus objection have been resolved.

19 I would also note for Your Honor that in connection
20 with the Philips International Holdings Corp. as agent for SP
21 Massapequa LLC, on Exhibit B, there are three claims that have
22 been identified for Phillips International. In connection with
23 two of those claims, the exhibit indicates that the matter has
24 been settled pursuant to procedures previously approved by this
25 Court and that the matter may be removed from the Court's

1 docket. I'm happy to also report that the 3rd claim listed on
2 Exhibit B, specifically Claim 14417, has also been settled and
3 that may be removed from the Court's docket. And we will
4 tender an order accordingly.

5 THE COURT: Excellent.

6 MS. BERAN: Thank you, Your Honor. And I apologize.
7 That one was picked up yesterday afternoon and in the interest
8 of not killing yet another tree filing an amended agenda, I
9 thought I could just note that one change on the record.

10 THE COURT: That's fine.

11 MS. BERAN: Similarly, Your Honor, there are the
12 remaining A/B type categories and we'd respectfully request
13 that all of those, as identified on Exhibit B, be continued
14 until the May 10th omni.

15 THE COURT: They'll be continued to May 10.

16 MS. BERAN: Thank you, Your Honor. Turning to Page
17 49, Item Number 23, the liquidating trust's 9th omnibus
18 objection, as identified on Exhibit B, certain of those matters
19 have been resolved and may be removed from the Court's docket.
20 In addition, there are the A/B categories outstanding still as
21 identified on Exhibit B and we'd respectfully request that
22 those be continued until the May 10th omni.

23 THE COURT: They'll be continued to May 10.

24 MS. BERAN: That brings us to Item Number 24, Your
25 Honor, on Page 53, the liquidating trust's 13th omnibus

1 objection to certain priority claims. There is still the
2 claims of Mr. Bruce Besanko that remain outstanding as it
3 relates to that omnibus objection. As it relates to his
4 claims, we'd respectfully request that the status hearing be
5 continued until the May 10th omnibus.

6 THE COURT: And his are the only claims?

7 MS. BERAN: Remaining as to that of omnibus
8 objection, yes, Your Honor.

9 THE COURT: All right. Very good. It'll be
10 continued to May 10.

11 MS. BERAN: Thank you, Your Honor. On Page 55, Item
12 25, the liquidating trust's 14th omnibus objection, as
13 indicated on Exhibit B, certain of the claims under that
14 objection have been resolved and may be removed from the
15 Court's docket. In connection with that omnibus objection,
16 there also remains the A/B categories which we'd respectfully
17 request a continuance until May 10th.

18 THE COURT: They'll be continued to May 10.

19 MS. BERAN: Thank you, Your Honor. On Page 57, Item
20 Number 26, the liquidating trust's 15th omnibus objection. As
21 identified on Exhibit B, certain additional claims on that
22 objection have been resolved pursuant to procedures approved by
23 Your Honor and may be removed from this Court's docket. In
24 addition, there remain the A/B category of claimants as
25 identified on Exhibit B, and we'd respectfully request that

1 they -- the hearing on those be continued for status purposes
2 until the May 10th hearing.

3 THE COURT: Be continued to May 10.

4 MS. BERAN: Turning then to Page 60, Your Honor, Item
5 Number 27, the liquidating trust's 17th omnibus objection, once
6 again, I'm happy to report, as identified on Exhibit B, certain
7 of those claims have been resolved pursuant to procedures
8 approved by Your Honor, and they may be removed from the
9 Court's docket. In addition, there are the A/B category of
10 claimants that remain and we'd respectfully request that the
11 status hearing for those claimants be continued until the May
12 10th.

13 THE COURT: They'll be continued to May 10.

14 MS. BERAN: On Page 20 -- excuse me, Your Honor --
15 Page 63, Item 28, it's the liquidating trust's 18th omnibus
16 objection to claims filed by taxing authorities. As Your Honor
17 will see, there are numerous ones under that omnibus objection
18 that have now been resolved and may be removed from the Court's
19 docket. There are still some from the A/B type perspective,
20 and we'd respectfully request that the status hearing for those
21 be continued until the May 10th for status purposes.

22 THE COURT: They'll be continued to May 10.

23 MS. BERAN: Thank you, Your Honor. Turning to Page
24 65, the liquidating trust's 20th omnibus objection, there
25 remain the A/B type categories as identified on Exhibit B.

1 We'd respectfully request that status hearing be continued for
2 those until the May 10th omni.

3 THE COURT: They'll be continued to May 10.

4 MS. BERAN: Thank you, Your Honor. Your Honor, that
5 then brings us to Page 68, the liquidating trust's 21st omnibus
6 objection. There remaining outstanding the A/B type category
7 of claims or claimants as identified on Exhibit B. We'd
8 respectfully request that this hearing be continued for status
9 purposes until the May 10th omni.

10 THE COURT: That'll be continued to May 10.

11 MS. BERAN: Thank you, Your Honor. Similarly, on the
12 liquidating trust's 23rd omnibus objection to claims, there
13 remain outstanding the category of -- A/B category of
14 claimants, and we'd respectfully request that the status
15 hearing as it relates to those claimants be continued until May
16 10th.

17 THE COURT: They'll be continued to May 10th.

18 MS. BERAN: Thank you, Your Honor. Your Honor, on
19 Item Number 32 on Page 72, the liquidating trust's 24th omnibus
20 objection to certain claims. As identified on Exhibit B, there
21 were claimants upon which the trust and the claimants were
22 trying to reconcile amounts. The trust indicated that
23 responses needed to be filed pursuant to a certain date, i.e.,
24 the trust did not extend the response deadline for certain
25 claimants because it became apparent that we're at an impasse

1 and wanted either to make a decision as to whether the matters
2 were going to go forward from a -- needed to be noticed up from
3 a substantive hearing, or whether there was an agreement as to
4 the relief sought. Certain of those creditors did not file any
5 response and we have so indicated on Exhibit B. Accordingly,
6 relief may be granted as it relates to those specific claimants
7 identified on Exhibit B.

8 Similarly, Your Honor, as you will see on Exhibit B,
9 in connection with that omnibus objection, other claims have
10 been resolved pursuant to procedures approved by Your Honor.
11 They are identified -- those claimants are identified on
12 Exhibit B and those matters may be removed from the Court's
13 docket.

14 And then, finally, Your Honor, as it relates to that
15 omnibus objection, there are still the A/B type category of
16 claimants that remain outstanding. And, accordingly, we'd
17 respectfully request that today's hearing be continued from a
18 status purposes perspective to the May 10th hearing.

19 THE COURT: All right. And the ones for which no
20 response was filed and relief is requested is the Maxwise
21 Production claim, Number 557WATL, Claim Number 768 and WNCN-TV
22 Claim Number 530?

23 MS. BERAN: Yes, Your Honor.

24 THE COURT: All right, very good. That relief will
25 be granted.

1 MS. BERAN: Thank you, Your Honor. Turning now, Your
2 Honor, to Page 74, the liquidating trust's 25th omnibus
3 objection to claims. As identified on Exhibit B, certain of
4 those claims have been resolved and therefore may be removed
5 from the Court's docket. There also are outstanding the A/B
6 type category of claimants and we'd respectfully request that
7 the Court continue today's status hearing until May 10th omni.

8 THE COURT: Be continued to May 10.

9 MS. BERAN: Thank you, Your Honor. Turning to Item
10 Number 34 on the bottom of Page 75, the liquidating trust's
11 26th omnibus objection to claims, there remain outstanding in
12 connection with that omnibus objection the A/B category of
13 claimants. We'd respectfully request that today's status
14 hearing be continued for status purposes until the May 10th
15 omni.

16 THE COURT: Be continued to May 10.

17 MS. BERAN: Thank you, Your Honor. On Item Number
18 35, Your Honor, the liquidating trust's 27th omnibus objection,
19 there still remains one claim outstanding as it relates to that
20 omnibus objection. We'd respectfully request that that -- the
21 hearing on that one claim be continued for status purposes
22 until the May 10th omnibus hearing date.

23 THE COURT: It'll be continued to May 10.

24 MS. BERAN: Thank you, Your Honor. Your Honor, it
25 brings us to the bottom of Page 78, Item Number 36, the

1 liquidating trust's 28th omnibus objection. As identified on
2 Exhibit B, certain of those claims have been resolved pursuant
3 to procedures previously approved by this Court, and therefore
4 may be removed from the Court's docket. In addition, there are
5 the A/B category of claimants and we'd respectfully request
6 that the hearing today, from a status perspective, be continued
7 to the May 10th omnibus hearing date for those identified on
8 Exhibit B.

9 THE COURT: It'll be continued to May 10.

10 MS. BERAN: Thank you, Your Honor. Your Honor, that
11 then brings us to the second category of matters before Your
12 Honor today. And I must state up front an apology as it
13 relates to this item.

14 This item is in connection with one of the pending
15 adversary proceedings before Your Honor in the Siegel versus
16 SYNEX Corporation. Previously, Your Honor, I think it was
17 back in the beginning of January, the parties had requested
18 that this matter be continued until the February 21 omnibus
19 hearing date. And that was because the parties were trying to
20 now -- the parties had -- the defendant was now communicating
21 with the trust and the parties were trying to work through
22 certain discovery requests.

23 Unfortunately, from the law firm of Tavenner &
24 Beran's perspective, when we continued it, we moved it to the
25 wrong agenda. And it wasn't until we were working on this

1 agenda that we realized it had not been heard on 2/21.

2 In connection with that, Your Honor, we do have a
3 checks and balance system, where not only do we move it
4 physically, not only do we calendar it, but we also go to the
5 Court's docket and check from a date perspective.
6 Unfortunately, we do not check every one of the pending APs.
7 And this brought to light that what we are going to start doing
8 is we're actually going to have hard copy file, as well, for
9 each omni, as it relates just to the APs, so that this won't
10 happen again.

11 As it relates to the underlying motion, Your Honor, I
12 did indicate back in the beginning of January that the parties
13 were now communicating, were trying to work through some of the
14 discovery issues and requested that continuance until February
15 21st. The parties are continuing to work through it.
16 Unfortunately, defendant's counsel had a death in the family
17 and therefore the trust has agreed to extend it again, so that
18 we can see if the few remaining discovery disputes can't be
19 worked out. If they can't, then we'll be back before Your
20 Honor. If they can, that's great.

21 Based on all that, we would respectfully request that
22 this matter be continued again until the April 12th omnibus
23 hearing date.

24 THE COURT: April 12. And then, what happens on
25 April 12 with regard to this matter?

1 MS. BERAN: It will be for status purposes only, Your
2 Honor. And at that point in time, we'll come in and provide
3 Your Honor a report as where we are on discovery and whether we
4 need to actually argue from a substantive standpoint this
5 motion sometime.

6 THE COURT: Okay. Have we set this for trial?

7 MS. BERAN: Yes, Your Honor. This matter has been
8 set down for trial.

9 THE COURT: Okay. Very good. And this is just on
10 the motion to compel discovery --

11 MS. BERAN: Yes, Your Honor, yes.

12 THE COURT: -- that's been served in the case.

13 MS. BERAN: Yes, Your Honor.

14 THE COURT: All right. Who is counsel that's
15 representing the debtor in this matter?

16 MS. BERAN: Your Honor, I apologize. This was the
17 matter back in January upon which Mr. Jason Pomerantz from the
18 Pachulski firm is the lead on that. He was in attendance and I
19 believe the -- it's a -- the local firm is out of D.C. and the
20 other counsel is out of California, but I do not have the names
21 -- their specifics --

22 THE COURT: All right. Very good.

23 MS. BERAN: -- on this, I apologize.

24 THE COURT: All right.

25 MS. BERAN: Your Honor, and just as it relates to the

1 APs, I am happy to report that the Cormark AP that was set for
2 trial on May 7th has been settled -- has settled, and therefore
3 it may be removed from the Court's calendar. And we will be
4 filing the appropriate stipulation of dismissal when the time
5 is right.

6 THE COURT: All right.

7 MS. BERAN: Your Honor, that is all --

8 THE COURT: It's excellent news.

9 MS. BERAN: Thank you, Your Honor. That is all that
10 the trust has for today. But, once again, we're happy to
11 answer any questions Your Honor may have. I do believe Mr.
12 Caine's on the phone, as well as I am here with Ms. Bradshaw.

13 THE COURT: All right. Can you just sort of in the
14 big picture time -- manner, give me an idea of how many claims
15 we have yet to resolve and where we are in going through all of
16 these various claims that we've got objections to and just sort
17 of a lay of the land of where we are?

18 MS. BERAN: Your Honor -- and I would defer to Mr.
19 Caine who is on the line for the specifics as it relates to
20 numbers. I can describe the process upon which there are
21 attorneys that are assigned to certain categories of claims and
22 then there are trust representatives.

23 For example, Ms. Bradshaw works specifically with the
24 landlord group, trying to resolve and reconcile all the
25 landlord claims. Your Honor may recall that there is a GUCs

1 bar date that is coming up in the next couple months with the
2 landlord -- I mean, excuse me -- the trust team continues to
3 work diligently to review those matters and has regular status
4 updates between the trust representatives that are actually
5 doing the underlying reviewing and reconciling, as well as the
6 various professionals.

7 We're optimistic that we will be filing additional
8 objections -- I mean, we will be filing additional objections
9 in the next month, month and a half. There are certain
10 categories of claims and we are pulling those categories
11 together and, in fact, had hoped to have those categories to
12 discuss with you today, but did not. And so, we decided to --
13 that we would give you an update as it relates to those
14 categories in two weeks so that you will know the specific
15 categories where we may need to be before Your Honor in
16 connection with the motion extending the GUCs deadline and/or
17 the deadline upon which to file objections to certain scheduled
18 claims. But, we wanted to be able to provide Your Honor with a
19 specific category list as it relates to that.

20 THE COURT: All right. Well then, what I would
21 suggest is, why don't we defer the answer to the question I
22 just asked until that hearing two weeks from now? And perhaps
23 you could, you know, put some of that together and then come
24 in, just give me just an overall status that, you know, we've
25 reviewed X number of claimants, we've got this many claimants

1 still that, you know, we haven't, we've got this many still to
2 be resolved, we've objected to and, you know, it's just sort of
3 whether we're seeing a light at the end yet or not, I don't
4 know. And just so I can have an idea of where we are in all of
5 that.

6 MS. BERAN: Certainly, Your Honor.

7 THE COURT: Okay. Very good. Is there any other
8 business then that we need to take up today in the Circuit City
9 matter?

10 MS. BERAN: None from the trust's perspective, Your
11 Honor.

12 THE COURT: Okay. And I assume that Ms. McLemore
13 just wanted to sit and listen to all of this exciting stuff
14 today. And she's, you know, obviously welcome to do that
15 anytime she likes. We'll be adjourned.

16 MS. BERAN: Thank you, Your Honor.

17 COURTROOM DEPUTY: All rise. Court is now adjourned.

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C E R T I F I C A T I O N

I, STEPHANIE SCHMITTER, court approved transcriber,
certify that the foregoing is a correct transcript from the
official electronic sound recording of the proceedings in the
above-entitled matter, and to the best of my ability.

/s/ Stephanie Schmitter

STEPHANIE SCHMITTER

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DATE: March 19, 2012